

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
RESIDENTIAL CAPITAL, LLC., <u>et al.</u> ,)	Case No. 12-12020 (MG)
)	
Debtors.)	Jointly Administered
)	

AFFIDAVIT OF SERVICE

I, Michelle Santoro, depose and state as follows:

I am over 18 years of age, and I employed by Kirkland & Ellis, LLP, Located at 601
Lexington Avenue, New York, NY 10022

On July 26, 2013, I caused the below document to be served via electronic mail and first
class mail on the list attached hereto as **Exhibit A**:

- Ally Financial Inc.'s Objection to the Ad Hoc Group of Junior Secured Noteholders' Motion for Entry of an Order (I) Directing Each of Debtors' Counsel, Including Morrison & Foerster LLP, Official Committee Counsel, Including Kramer Levin Naftalis & Frankel LLP, and the Debtors' Management to Remain Strictly Neutral in Any Dispute Regarding Claims By and Between Any Debtors, (II) Ordering the Limited Disqualification of Each of the Foregoing to the Extent Necessary to Effectuate the Foregoing, and (III) Granting Related Relief [Docket No. 4369]

Dated: New York, New York
July 30, 2013


Michelle Santoro

State of New York)
) ss
County of New York)

Subscribed and sworn to before me
this 30th day of July, 2013.


Notary Public

BETH FRIEDMAN LURIE
NOTARY PUBLIC, State of New York
No. 4763025
Qualified in Nassau County
Commission Expires Sept. 30, 2015

2013

EXHIBIT A

In re Residential Capital, LLC
Case No. 12-12020 (MG)
Monthly Service List

NAME	NOTICE NAME	ADDRESS1	ADDRESS2	CITY	ST	ZIP	COUNTRY	PHONE	FAX	EMAIL	DESCRIPTION
AKG Asset Management US LLC	Attn Russell Lipman	80 Pine St		New York	NY	10038		212-770-0948	212-770-8528	andrea.hartley@akgman.com	Member of Official Committee of Unsecured Creditors
Akerman Sentinelli LLP	Andrew S. Hartley	One Southeast Third Ave	25th Floor	Miami	FL	33131		305-374-5600	305-374-5069	susan.balashchak@akerman.com	Counsel to EverBank
Akerman Sentinelli LLP	Susan F. Balashchak & Heidi Knight	333 Madison Ave Ste 2600		New York	NY	10017		212-860-3800	212-860-8995	sgouder@akgman.com	Counsel to EverBank
Akin Gump Strauss Hauer & Feld LLP	Daniel H. Golden & David M. Zensky & Abid Qureshi & Philip C. Dulin & Rachel Ehrlich Albansse	One Bryant Park		New York	NY	10036		212-872-1000	212-872-1002	alexander@akgump.com	Special Counsel to UMB Bank, N.A. as successor indenture trustee under that certain indenture, dated as of June 6, 2008
Akin Gump Strauss Hauer & Feld LLP	Fred S. Hodara & Robert A. Johnson & Christopher W. Carly	One Bryant Park		New York	NY	10036-9745		212-872-1000	212-872-1002	gaurab@akgump.com	Counsel to Aurelius Capital Management LP
Aldine Independent School District	Courtney F. Harris, Pamela H. Walters	1419 D Aldine Westfield Rd		Houston	TX	77032		281-985-6319	281-985-6321	lrbkati@aldine.k12.tx.us	Attorneys for the Aldine Independent School District
Aldridge Connors LLP	Bankruptcy Department	Fifteen Piedmont Center	3675 Piedmont Rd NE Ste 500	Atlanta	GA	30305		404-994-7400	888-246-7307	efcna@aldridge.com	PennyMac Loan Services, LLC
Allen & Overy LLP	Ken Coleman & John Kibler	1201 Avenue of the Americas		New York	NY	10020		212-610-6300	202-610-6399	ken.coleman@allenover.com	Counsel to HSBC Bank USA, N.A. as Trustee of Certain Mortgage Backed Securities
Alstria Life Insurance Company	Attn: Peter A. McElwain	3075 Sanders Rd Ste 65A		Norbrook	IL	60062		614-602-1477	614-402-9959	pmc@alstria.com	Member of Official Committee of Unsecured Creditors
Ally Financial Inc	Jeffrey Brown Corporate Treasurer	440 S Church St	# 1100	Charlotte	NC	28202		704-540-6133		jeff.brown@ally.com	Secured Lender under the Secured Revolver and Line of Credit
Alston & Bird LLP	John C. Wellhauser Esq	One Atlantic Center	1201 West Peachtree St	Atlanta	GA	30309-3424		404-881-7000	404-253-8298	john.c.wellhauser@alston.com	Indenture trustee or master servicer of certain RMBS trusts
Alston & Bird LLP	Marlin G. Bunin Esq & William Hao Esq	90 Park Ave		New York	NY	10016		212-210-9400	212-210-9444	marlin.bunin@alston.com	Indenture trustee or master servicer of certain RMBS trusts
Alston & Bird LLP	William B. McMurda	Bank of America Plaza Ste 4000	101 S Tryon St	Charlotte	NC	28280-4000		704-444-1000	704-444-1755	bill.mcMurda@alston.com	Indenture trustee or master servicer of certain RMBS trusts
Assistant Attorney General	John Marc Stern bankruptcy & Collections Division	PO Box 12548		Austin	TX	78711-2548		512-475-4869		john.stern@texasattorneygeneral.gov	Counsel to the Texas Comptroller of Public Accounts
Attorney General of the State of Michigan Bill Schuette	Juanidiana W. Harris Asst Attorney General	1000 North West St Ste 1500	3030 W Grand Blvd	Detroit	MI	48202		313-456-0140		harris12@midmichigan.gov	Attorney General for the State of Michigan
Attorney General of the State of New York, Eric T Schneiderman	Victoria L. Saffran	Nassau Regional Office	Country Rd Ste 240	Mineola	NY	11501		516-248-3302		Schindlerwilliams@ballardspahr.com	Counsel to the People of the State of New York, Eric T Schneiderman
Ballard Spahr LLP	Sarah Schneider-Williams, Esquire	1735 Market Street, 51st Floor		Philadelphia	PA	19103		215-864-8638	215-964-8698	marshawaran.Ramasamy@BNYMellon.com	Counsel to PNC Bank NA
Bank of New York Mellon	Sarah Stout & Jennifer J. Provenzano	525 William Penn Place		Pittsburgh	PA	15259-0001		412-234-7536		Sarah.Stout@BNYMellon.com	Securitization/HELOC Trustee
Barclays Bank PLC	Joe Tricamo & May Wong	1301 Sixth Ave		New York	NY	10019		212-320-7584		Jennifer.Provenzano@BNYMellon.com	Barclays Bank PLC, as administrative agent under the Pre-Petition GSAP Facility
Barry B. Eskanos JD MPA & Ami B. Eskanos	David M. Powlan	1000 North West St Ste 1500	3122 Pine Tree Dr	Miami Beach	FL	33140		305-300-3459	305-300-3459	kravis@barclays.com	Counsel to GSAP Federal Savings Bank
Bernstein Litowitz Berger & Grossmann LLP	David R. Stokely & Jonathan D. Uhl	12481 High Blvd Dr Ste 300		San Diego	CA	92130		858-708-0700	858-708-0923	kravis@barclays.com	Creditor
Bernstein Litowitz Berger & Grossmann LLP	Jai K. Chandrasekhar	1285 Avenue of the Americas		New York	NY	10019		212-554-1400	212-554-1444	matthew@bbkblaw.com	Counsel to Cambridge Place Investments Management Inc.
Blank Rome LLP	Michael B. Schaefer	One Logan Square		Philadelphia	PA	19103		215-569-5762	215-569-5762	matthew@bbkblaw.com	Counsel to Cambridge Place Investments Management Inc.
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BMWZ Holding LLC	do Ally Financial Inc, Attn Courtney Lowman	200 Renaissance Center	Mail Code 482-BT2-896	Detroit	MI	48265-2000		313-656-6711		robert@blankrome.com	Counsel to PNC Mortgage a Division of PNC Bank NA
Brian Kessler, et al	do Walters Bender Stronbehn & Vaughan, P.C.	2500 City Center Square, 1100 Main, Suite 2500		Kansas City	MO	64105		816-421-6620	816-421-4747	scourtye@lowman@ally.com	Buyer under the Pre-Petition Ally Repo Facility
Brown Rudnick LLP	Sigmund S. Wisnagar Gross	7 Times Square		New York	NY	10036		212-209-4800	212-209-4801	haskes@bbkblaw.com	Top 50 Creditors
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Cadwalader Wickersham & Taft LLP	Mark C. Eilenberg Esq	700 Sixth St NW Ste 1500		Washington	DC	20001		202-862-2200	202-862-2400	gregory.m.patrick@cw.com	Counsel to MBIA Insurance Corporation
Center City Properties LLC	Patricia M. Chalmers	300 Pine St 14th Fl		Bellevue	WA	98003		425-350-9550	425-350-9550	mark.eilenberg@cw.com	Counsel to MBIA Insurance Corporation
Center City Properties LLC	Aaron R. Cain & Leonardo Tringolo	2 Wall St		New York	NY	10005		212-752-3200	212-752-3232	patricia.chalmers@ccp.com	Counsel to an Ad Hoc Consortium of RMBS holders
Chadbourne & Parke LLP	Attn Howard Seife & David M. Lemay & Robert J. Gayda & Marc B. Rollman	30 Rockefeller Plaza		New York	NY	10112		212-408-5100	212-541-5369	hsseife@chadbourne.com	Counsel to the Examiner, Arthur J. Gonzalez
Citibank NA	Attn Bobbie Thirakumaran	390 Greenwich St 6th Fl		New York	NY	10013		212-723-6763	646-291-3769	robert.j.gayda@chadbourne.com	Secured lender under the Mortgage Servicing Rights Facility
Cleary Gottlieb Steen & Hamilton LLP	Sean A. O'Neal and Thomas J. Moloney	One Liberty Plaza		New York	NY	10006		212-225-2251	212-225-2000	bobbie.thirakumaran@citibank.com	Counsel to the Examiner, Arthur J. Gonzalez
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Cohen Milstein Sellers & Toll PLLC	Joel P. Lattman, Christopher Lonnati, & Robert B. Eisenkraft, Daniel B. Reims	88 Pine St 14th Fl		New York	NY	10005		212-838-7767	212-838-7745	imoloney@cliff.com	Counsel to Owen Loan Servicing LLC
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Commonwealth of Pennsylvania, Department of Labor and Industry	Joseph Kots	Reading Bankruptcy & Compliance Unit	625 Cherry St Rm 203	Reading	PA	18602-1152		610-378-4511	610-378-4459	adam.lesman@cliffordchance.com	Counsel to HP Enterprise Services LLC
Crowe & Dunlevy PC	William H. Hoch	20 N. Broadway Ave., Ste. 1800		Oaklahoma City	OK	73102		405-235-7700	405-235-9651	jenifer.demarco@cliffordchance.com	Commonwealth of Pennsylvania, Department of Labor and Industry (UCTS)
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Day Pitman LLP	James J. Judd	240 Park St		Providence	RI	02903		401-375-0030	401-375-0030	hyder@daypitman.com	Counsel to Connecticut Housing Finance Authority

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NAME	NOTICE NAME	ADDRESS1	ADDRESS2	CITY	ST	ZIP	COUNTRY	PHONE	FAX	EMAIL	DESCRIPTION
Deshert LLP	Glenn E Siegel, Hector Gonzalez, Shan S Green & Mauricio A Estepa	1085 Avenue of the Americas	1781 E St Andrew Place	New York	NY	10036-2737		212-698-3500	212-698-3593	glenn.siegel@deschart.com, hector.gonzalez@deschart.com, shan.green@deschart.com, mauricio.estepa@deschart.com	Counsel to Bank of New York Mellon Trust Company NA
Deutsche Bank	Rosa Mendez	Corporate Trust Department	100 Plaza One MS-JC03-0699	Santa Ana	CA	92705-4834		714-247-6309	714-855-1556	rosa.mendez@db.com	Securitization Trustee
Deutsche Bank Trust Company Americas Diem T Nguyen	Attn: Brendan Meyer	Harborside Financial Center	PO Box 12139	Jersey City	NJ	07311-3501		201-563-4545	646-502-4545	brendan.meyer@db.com	Member of Official Committee of Unsecured Creditors Interested Party, Diem T Nguyen
Duane Morris LLP	Gerald S Catalinello Esq. & James J Vincoquerra Esq.	1540 Broadway	42265 Little Lake Rd	New York	NY	10036		212-692-1000	212-692-1020	geraldcatalinello@duanemorris.com, jamesvincoquerra@duanemorris.com	Counsel to Green Planet Servicing LLC Counsel to Fedeline Roybal-DeAguiro 2008 Trust
Fein Such & Crane LLP	Merk K Broyles Esq.	28 East Main St Ste 1900		Rochester	NY	14614		585-232-7400	585-325-3119	broylesmk@getatts.com	Counsel to Bank of America NA, Aurora Loan Services & Residential Capital LLC, Residential Capital LLC
Fein Such & Crane LLP	Tammy L Terrell Benzoza	747 Chestnut Ridge Rd	Ste 200	Chestnut Ridge	NY	10977		973-538-4700	973-538-9915	terrell@leinsuch.com	Counsel to GMAC Mortgage LLC Counsel to Rushmore Loan Management Services, as servicer for Wells Fargo Bank, NA, Not in its individual capacity but solely as Trustee for the RMAC Trust, Series 2011-11
Fein Such & Crane LLP	Tammy L Terrell Benzoza	7 Century Dr Ste 201		Pasigpaay	NJ	07054		973-538-4700	973-538-9915	terrell@leinsuch.com	Counsel to California Housing Finance Agency
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Foley & Mansfield PLLP	Christina Flores	5517 McPherson Ste 14		Laredo	TX	78041		956-728-7474	956-728-7406	forssauce@fidc.gov	Counsel to TCF National Bank
Freddie Mac	Thomas J Lullier	250 Marquette Ave Ste 1200		Minneapolis	MN	55401		612-338-9788	612-338-9890	thullier@tdcfm.com	Counsel to Freddie Mac Counsel to Mercor (US) Inc.
Freemom & Peters LLP	Kenton W Hambrick Associate	MS202	8200 Jones Branch Dr	McLean	VA	22102		703-903-2473	703-903-3892	kenton.hambrick@freddie.com	Counsel to Freddie Mac Counsel to Mercor (US) Inc.
Freemom & Peters LLP	Daniel J Esq.	311 S Wacker Dr Ste 3000		Chicago	IL	60606-6677		312-360-6000	312-360-6020	daniel.esq@freemom.com	Counsel to the RAL Certificate Underwriters Counsel to Wells Fargo Bank, NA
Fried Frank Harris Shriver & Jacobson	Thomas S Fawkes Esq.	311 S Wacker Dr Ste 3000		Chicago	IL	60606-6677		312-360-6000	312-360-6020	thomas.fawkes@freemom.com	Counsel to Wells Fargo Bank, NA
Gibbons PC	William C McGuinness & Israel David	1 New York Plaza		New York	NY	10004		212-859-8000	212-859-4000	williamc@bbsbruns.com	Counsel to Wells Fargo Bank, NA
Gibbs & Bruns LLP	Attn: Karen A Gannelli & Christopher A Humphries Esq.	One Gateway Center 8th Fl		Newark	NJ	07102-5310		973-586-4500	973-586-0545	caroline@bbsbruns.com	Counsel to Wells Fargo Bank, NA
Gibbs & Bruns, LLP	Kathy D Patrick Esq. & Scott A Humphries Esq.	One Pennsylvania Plaza 37th Fl		New York	NY	10119-3701		212-913-2000	212-913-2018	kpatrick@bbsbruns.com	Counsel to Wells Fargo Bank, NA
Gibson Dunn Crutcher	Jeffrey S Barkowitz & Christopher A Albansie	1100 Louisiana Ste 5300		Houston	TX	77002		713-450-8805	713-750-0903	jbarkowitz@bbsbruns.com	Counsel to Ad Hoc RMBS Holder Group Counsel to the Institutional Investors
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Grant & Eisenhofer PA	David M Feldman & Joshua Weissner	200 Park Ave	3rd Floor	New York	NY	10165-0193		212-351-4000	212-351-4035	jweissner@bbsbruns.com	Counsel to Ad Hoc RMBS Holder Group Counsel to the Institutional Investors
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Hinchaw & Culbertson	Geoffrey C Jarvis, Matthew P Morris & Deborah A Eiman	485 Lexington Ave 28th Fl		New York	NY	10017		646-722-8500	646-722-8501	gjarvis@hufd.gov	Counsel to Ad Hoc RMBS Holder Group Counsel to the Institutional Investors
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IBM Corporation	Avaya Hassel Esq.	5400 Legacy Dr		Plano	TX	75024		972-505-5507	972-605-5616	avaya.hassel@ibm.com	Counsel to Ad Hoc RMBS Holder Group Counsel to the Institutional Investors
Imperial County Tax Collector	Richard P Norton & Robert A Rich	200 Park Avenue 53rd Fl		New York	NY	10168		212-309-1000	212-309-1001	rich@hinslaw.com	Counsel to Ad Hoc RMBS Holder Group Counsel to the Institutional Investors
Internal Revenue Service	Attn: Shawn Konig	1360 Rene Levesque W Ste 400		Montreal	QC	H3G 2W5	Canada	514-964-0544	845-491-5032	shawn.konig@ibm.com	Counsel to Ad Hoc RMBS Holder Group Counsel to the Institutional Investors
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Jones Day	Coinne Ball, Richard L Wynne & Lance E Miller	901 Lakeside Ave		Cleveland	OH	44114		216-586-3939	216-579-0212	coinne@jonesday.com	Counsel to Ad Hoc RMBS Holder Group Counsel to the Institutional Investors
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Keller Dye & Warren LLC	James S Carr & Eric R Wilson	180 Cabrin Blvd No 128		New York	NY	10033-1167		212-447-9882	800-973-0024	kasowitz@kasowitz.com	Counsel to Ad Hoc RMBS Holder Group Counsel to the Institutional Investors
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NAME	NOTICE NAME	ADDRESS1	CITY	STATE	COUNTRY	PHONE	FAX	EMAIL	DESCRIPTION
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Menter Rudin & Trivelpiece PC Meyner and Landis LLP Milbank, Tweed, Hadley & McCloy LLP	Kevin M Newman	308 Maitbs St Ste 200	Syracuse	NY	13204-1439	315-474-7541	315-474-4040	knewman@menterlaw.com	Counsel to Bass & Magowsky SC, Arthur M. Maglowsky, David M. Peltzger, & Penny G. Gehlges
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	Gerard Uzi	1 Chase Manhattan Plaza	New York	NY	10005	212-530-5670	212-622-5670	quize@milbank.com	Co-Counsel to Ad Hoc Group of Junior Secured Noteholders
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									Counsel to Deutsche Bank Trust Company Americas and Deutsche Bank National Trust Company, as trustees of certain mortgage backed securities trust
									Counsel to Deutsche Bank Trust Company Americas and Deutsche Bank National Trust Company, as trustees of certain mortgage backed securities trust
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Ropes & Gray LLP	Marquette Gardiner	919 Third Ave		New York	NY	10022		212-756-2000	212-593-5955	marquette.gardiner@ropesgray.com	Counsel to Cerberus Capital Management LP
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US Bank NA Corporate Trust Services Division	Laura L Moran	1 Federal St 3rd Fl		Boston	MA	02110		617-603-6429	617-603-6644	laura.moran@usbank.com	US Bank as Trustee for Certain Mortgage-Backed Securities
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